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9 *and*

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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

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□ Affects PG&E Corporation
□ Affects Pacific Gas and Electric
Company
☑ Affects both Debtors

* *All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**STIPULATION AMONG THE DEBTORS,
THE AD HOC GROUP OF
SUBROGATION CLAIM HOLDERS, AND
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS REGARDING
SUBROGATION CLAIM IMPAIRMENT
ISSUE**

Re: Docket No. 4540, 5312, 5423, 5484, 5592,
5601

[No Hearing Requested]

This stipulation and agreement for order ("Stipulation and Agreement for Order")
is entered into by PG&E Corporation and Pacific Gas and Electric Company, as debtors

1 and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11
2 cases (the “Chapter 11 Cases”) and the Ad Hoc Group of Subrogation Claimholders (the
3 “Ad Hoc Group”), on the one hand, and the Official Committee of Unsecured Creditors
4 (the “UCC”), on the other hand. The Debtors, the Ad Hoc Group, and the UCC are referred
5 to in this Stipulation and Agreement for Order collectively as the “Parties,” and each as a
6 “Party.” The Parties hereby stipulate and agree as follows:

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RECITALS

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10 A. On October 31, 2019, the United States Bankruptcy Court for the Northern
11 District of California (the “Bankruptcy Court”) entered the *Court’s Order Establishing*
12 *Pre-Confirmation Briefing and Hearing Schedule for Certain Legal Issues* [Docket No.
13 4540] (the “Scheduling Order”),¹ which, among other things, scheduled the oral argument
14 on the Subrogation Claim Impairment Issue for the hearing on January 14, 2020 at 10:00
15 a.m. (Prevailing Pacific Time) (the “Hearing”).

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17 B. On January 8, 2020, the Bankruptcy Court entered the *Order Approving*
18 *Stipulation Amending Order Establishing Preconfirmation Briefing and Hearing Schedule*
19 *for Certain Legal Issues* [Docket No. 5312], which, among other things, amended the
20 Scheduling Order to provide: (i) the deadline for the Debtors and Ad Hoc Group to file a
21 consolidated reply on the Subrogation Claim Impairment Issue (not to exceed 25 pages),
22 would be January 22, 2020, at 4:00 p.m. (prevailing Pacific Time) (the “Reply Deadline”);
23 and (ii) that the Hearing would be continued to January 29, 2020 at 10:00 a.m. (prevailing
24 Pacific Time).

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28 ¹ Capitalized terms used but not otherwise herein defined have the meanings ascribed to such
terms in the Scheduling Order.

1 C. On January 10, 2020, the UCC filed its *Response and Reservation of Rights*
2 *of the Official Committee of Unsecured Creditors to Debtors' and Ad Hoc Subrogation*
3 *Group's Joint Brief in Support of the Subrogation Wildfire Claims as Impaired Classes for*
4 *All Purposes Under the Debtors' Joint Chapter 11 Plan of Reorganization* [Docket No.
5 5342] ("UCC Response").

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7 D. On January 21, 2020, the Bankruptcy Court entered the *Order Granting*
8 *Stipulation Among the Debtors, the Ad Hoc Group of Subrogation Claim Holders, and the*
9 *Official Committee of Unsecured Creditors Extending Time to File Reply Brief on*
10 *Subrogation Claim Impairment Issue* [Docket No. 5423], which extended the Reply
11 Deadline to January 27, 2020, at 4:00 p.m. (prevailing Pacific Time).

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13 E. On January 24, 2020, the Bankruptcy Court entered the *Order Granting*
14 *Stipulation Among the Debtors, the Ad Hoc Group of Subrogation Claim Holders, and the*
15 *Official Committee of Unsecured Creditors Extending Time to File Reply Brief and*
16 *Continuing Hearing on Subrogation Claim Impairment Issue* [Docket No. 5484], which
17 extended the Reply Deadline to February 4, 2020, at 4:00 p.m. (prevailing Pacific Time),
18 and continued the Hearing to February 11, 2020 at 10:00 a.m. (prevailing Pacific Time).

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20 F. On February 3, 2020, the Bankruptcy Court entered the *Order Granting*
21 *Third Stipulation Among the Debtors, the Ad Hoc Group of Subrogation Claim Holders,*
22 *and the Official Committee of Unsecured Creditors Extending Time to File Reply Brief and*
23 *Continuing Hearing on Subrogation Claim Impairment Issue* [Docket No. 5601], which
24 extended the Reply Deadline to February 7, 2020.

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26 G. Counsel for the UCC has requested, and counsel for the Debtors and counsel
27 for the Ad Hoc Group have agreed, that the UCC Response and Subrogation Claim

1 Impairment Issue be removed from the Court's calendar, without prejudice.²

2 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE**
3 **INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS**
4 **STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH**
5 **THE UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT**
6 **TO ORDER, THAT:**

7 1. The UCC Response, Reply Deadline and Subrogation Claim Impairment
8 Issue are removed from the Court's calendar, without prejudice.

27 2 Removal of the Subrogation Claim Impairment Issue from the Court's calendar, without
28 prejudice, shall apply to all parties in interest, including those that are not party to this
 Stipulation and Agreement for Order.

1
2 Dated: February 5, 2020

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4 **WEIL, GOTSHAL & MANGES LLP**
KELLER & BENVENUTTI LLP

5 /s/ Jane Kim

6 Jane Kim

7 *Attorneys for Debtors
and Debtors in Possession*

8 Dated: February 5, 2020

9 **WILLKIE FARR & GALLAGHER LLP**

11 /s/ Daniel I. Forman

12 Daniel I. Forman

13 *Attorneys for the Ad Hoc Group of
14 Subrogation Claim Holders*

Dated: February 5, 2020

MILBANK LLP

/s/ Thomas R. Kreller

Thomas R. Kreller

*Attorneys for Official Committee of Unsecured
Creditors*

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